

Announcement of the Annual Ordinary General Meeting

To: Bahrain Bourse

The Board of Directors of Bahrain Duty Free Shop B.S.C (CR No: 23509) is pleased to invite you to attend the Annual General Meeting of 2023 that will be held on Wednesday 20th March 2024 at 12.00PM at ALMAHA BALLROOM- Downtown Rotana Hotel, Manama. If the required quorum is not met, a second meeting will be held on Wednesday 27st March 2024 or a third meeting, if required, will be held on Thursday 04th April 2024 at the same time and same format of Physical and to consider the following agenda:

The Agenda of the Annual General Meeting

1. To read and approve the minutes of the previous AGM, held on 14th March 2023;
2. Review and approval of the Board of Directors report for the year ended 31st December 2023;
3. Listen to external auditor's report regarding the Company's financial status for the year ended 31st December 2023;
4. Review and approval of the Audited Financial Statements for the year ended 31st December 2023;
5. Review and approval of the Board's recommendation of the following appropriations for the year 2023;
 - 5.1. Distribution of 30% of share nominal value, equivalent to 30 fils per share amounting to BD 4,268,158 shall be distributed to the shareholders by 04th April 2024.

Event	Date
General Meeting Date <i>(Shareholders' approval date)</i>	20 March 2024
Cum-Dividend Date <i>(Last day of trading with entitlement to dividends)</i>	21 March 2024
Ex-Dividend Date <i>(First day of trading without entitlement to dividends)</i>	24 March 2024
Record Date <i>(The Day on which all shareholders whose names are on the share register will be entitled to dividends)</i>	25 March 2024
Payment Date <i>(The Day on which the dividends will be paid to the entitled shareholders)</i>	04 April 2024

- 5.2. Allocation of **BD 65,000** as Board of Directors remuneration, subject to the approval of the Ministry of Industry and Commerce.
- 5.3. Transfer BD 18,942 to Retained Earnings.
6. To discuss and approve the Board of Directors Corporate Governance Report for the year ended 31st December 2023; and comply with the requirements of the Ministry of Industry & Commerce, and, Central Bank of Bahrain.

7. To notify the related party transactions carried out during the financial year ended 31st December 2023 as stated in note # 16 of the financial statements in line with Article 189 of the Commercial Companies Law.
8. Relieving the Board Directors of any liability regarding the decisions they have taken during the year ended 31st December 2023;
9. Appointment of external auditors for 2024 and authorizing the Board of Directors to decide their fees;
10. Any Other Business in accordance with Article 207 of the CCL.

Important Notes:

- Shareholders can access the full set of financial statements and the proxy form are available on Bahrain's Bourse website <https://bahrainbourse.com> or the Company website <https://www.bdfs.bh>
- Shareholders registered in the company's register, in the 24 hours preceding the meeting have the right to attend in person or appoint a representative to attend the meeting and vote on their behalf, provided that such proxy is not a director or employee of the company (unless the proxy is a first-degree relative of the shareholder).
- The proxy or representative designated above must carry ID to the meeting as proof of identity and signature. Proxy or representatives who do not present the required identification will not be allowed to enter or vote at the General Assembly meeting.
- Article (203) of the Commercial Companies Law promulgated by Decree Law No. (21) of 2001 AD stipulates that: *Each shareholder, regardless of the number of the shares he owns, shall have the right to attend the general assembly, and shall have a number of votes equal to the number of shares he owns in the company. Any provision or decision to the contrary shall be null and void. Any shareholder may delegate a person, from among the shareholders or from among non-shareholders to attend the general assembly on his behalf, provided that this person shall not be the chairman of the board or from among the members of the board of directors or from among the members of the company's staff. However, this shall not prejudice the right to delegate a first-degree relative. The company shall prepare a special written form for this purpose. Legal representatives of the members lacking capacity or under legal incapacity shall represent them in the meetings. The company shall prepare special cards for the shares owned by the shareholder and for the shares he represents on behalf of other shareholders. Delegation shall be made, and delegation capacity shall be shown to the company, twenty-four hours at least before the general assembly meeting. No member shall vote for himself or for whomsoever he represents in matters in which he has a direct interest or on an unsettled dispute between him and the company*.
- Shareholders are kindly requested to deposit their proxy in the 24 hours before the date of the meeting with the share registrars, Bahrain Clearing Company, Bahrain Financial Harbour, Fourth Floor. Tel: +973 17108833 Fax: +973 17228061 Email: registry@bahrainbourse.com

Name	Sadeq Ismaeel Abdulaziz	الإسم
Title	Board Secretary and CG Officer	المسمى الوظيفي
Company Seal ختم الشركة		Signature التوقيع
 شركة مجمع البحرين للأسواق الحرة Bahrain Duty Free Shop Complex		